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ELLSWORTH C. ALVORD (1964)

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RECORDATION NO. 23444-A FILED
SEP 07 '06 12:48 PM
SURFACE TRANSPORTATION BOARD
OF COUNSEL
URBAN A. LESTER

September 7, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice, dated as of September 6, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Railcar Lease Agreement previously filed with the Board under Recordation Number 23444.

The new names and addresses of the parties to the enclosed document are:

Lessor: Bombardier Capital Rail Inc.
12735 Gran Bay Parkway West
Suite 1000
Jacksonville, FL 32258

[Lessee: ADS Logistics, LLC
(f/k/a Alternative Distribution Systems, Inc.)
935 West 175th Street
Homewood IL 60430]

Mr. Vernon A. Williams
September 7, 2006
Page 2

A description of the railroad equipment covered by the enclosed document
is:

There is no new or additional equipment associated with this filing.

A short summary of the document to appear in the index is:

Notice.

Also enclosed is a check in the amount of \$34.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

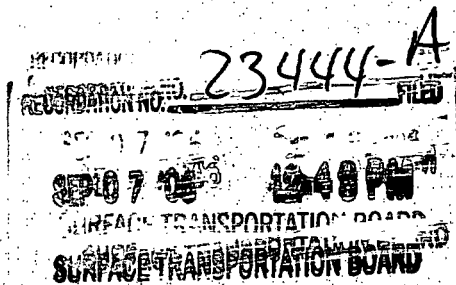
Robert W. Alvord

RWA/sem
Enclosures

BOMBARDIER

September 6, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423



Bombardier Capital Rail Inc.
12735 Gran Bay Parkway West
Suite 1000
Jacksonville, FL 32258 United States
www.bombardier.com
TEL (904) 288-1000
FAX (904) 288-2155

Re: Memorandum of Railcar Lease Agreement, dated as of August 31, 2000 between Bombardier Capital Rail Inc., Lessor, and Alternative Distribution Systems, Inc., Lessee, filed with the Board on April 3, 2001 at 9:42 a.m. under Recordation Number 23444 (BCRI's headlease 19)

Dear Mr. Williams:

With reference to the railroad equipment covered by the recordation shown above, we wish to advise:

1. The Lessee's name has changed. Please update the record to reflect that the lessee is ADS Logistics, LLC (f/k/a Alternative Distribution Systems, Inc.).

Please file this change under the Recording Number(s) shown above.

Very truly yours,

Catherine Hawks
Senior Attorney

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

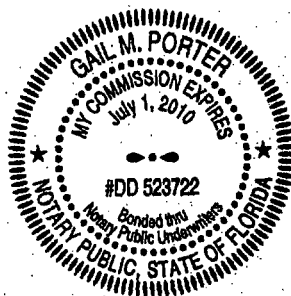
ss.

On this 6th day of September, 2006, before me appeared **Catherine Hawks**, to me personally known, who, being duly sworn did say that she is the Senior Attorney of BOMBARDIER CAPITAL RAIL INC. (f/k/a NorRail, Inc.), and that said instrument was signed on behalf said corporation by authority of its board of directors and she acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

NOTARY PUBLIC

My Commission Expires: 7-1-2010



CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

9/7/06



Robert W. Alvord